

**UNITED STATES BANKRUPTCY COURT
SOUTHERN DISTRICT OF NEW YORK**

In re:

**PURDUE PHARMA L.P., et al.,

Debtors.¹**

Chapter 11

Case No. 19-23649

(Jointly Administered)

**ORDER GRANTING APPLICATION OF DEBTORS FOR AUTHORITY TO
SUPPLEMENT RETENTION AND EMPLOYMENT OF
SKADDEN, ARPS, SLATE, MEAGHER & FLOM LLP AS
SPECIAL COUNSEL TO THE DEBTORS, AS OF MARCH 6, 2020**

Upon the supplemental application, by notice of presentment dated July 10, 2020 (ECF No. 1370) (the “**Supplemental Application**”),² of Purdue Pharma L.P. and its debtor affiliates, as debtors and debtors in possession in the above-captioned chapter 11 cases (collectively, the “**Debtors**”), pursuant to section 327(e) of title 11 of the United States Code (the “**Bankruptcy Code**”), Bankruptcy Rules 2014(a) and 2016 of the Federal Rules of Bankruptcy Procedure (the “**Bankruptcy Rules**”), and Rules 2014-1 and 2016-1 of the Local Bankruptcy Rules for the Southern District of New York (the “**Local Rules**”), for entry of an order authorizing the Debtors to supplement the retention of Skadden, Arps, Slate, Meagher & Flom LLP (“**Skadden**”) as special counsel to the Debtors with respect to the Supplemental Services, effective as of March 6, 2020, all as more fully set forth in the Supplemental Application; and

¹ The Debtors in these cases, along with the last four digits of each Debtor’s registration number in the applicable jurisdiction, are as follows: Purdue Pharma L.P. (7484), Purdue Pharma Inc. (7486), Purdue Transdermal Technologies L.P. (1868), Purdue Pharma Manufacturing L.P. (3821), Purdue Pharmaceuticals L.P. (0034), Imbrium Therapeutics L.P. (8810), Adlon Therapeutics L.P. (6745), Greenfield BioVentures L.P. (6150), Seven Seas Hill Corp. (4591), Ophir Green Corp. (4594), Purdue Pharma of Puerto Rico (3925), Avrio Health L.P. (4140), Purdue Pharmaceutical Products L.P. (3902), Purdue Neuroscience Company (4712), Nayatt Cove Lifescience Inc. (7805), Button Land L.P. (7502), Rhodes Associates L.P., Paul Land Inc. (7425), Quidnick Land L.P. (7584), Rhodes Pharmaceuticals L.P. (6166), Rhodes Technologies (7143), UDF L.P. (0495), SVC Pharma L.P. (5717) and SVC Pharma Inc. (4014). The Debtors’ corporate headquarters is located at One Stamford Forum, 201 Tresser Boulevard, Stamford, CT 06901.

² Capitalized terms used but not defined in this Order shall have the meanings ascribed to them in the Application.

upon the Third Supplemental Fitzgerald Declaration, attached to the Application as Exhibit B (the “**Fitzgerald Declaration**”); and this Court have entered the *Order Authorizing The Retention and Employment of Skadden, Arps, Slate, Meagher & Flom LLP as Special Counsel For the Debtors Nunc Pro Tunc to the Petition Date* [D.I. 545] (the “**Initial Retention Order**”); and this Court having jurisdiction to consider the Supplemental Application and the relief requested therein in accordance with 28 U.S.C. §§ 157(a)-(b) and 1334(b) and the Amended Standing Order of Reference M-431, dated January 31, 2012 (Preska, C.J.); and consideration of the Supplemental Application and the relief requested therein being a core proceeding pursuant to 28 U.S.C. § 157(b); and venue being proper before this Court pursuant to 28 U.S.C. §§ 1408 and 1409; and notice of the Supplemental Application having been provided to the Notice Parties, and such notice having been adequate and appropriate under the circumstances; and there being no opposition to the Supplemental Application; and no additional notice or a hearing being required; and, after due deliberation the Court having determined that Skadden does not hold or represent any interest adverse to the Debtors or to their estates with respect to the matters on which Skadden is being employed, that the legal and factual bases set forth in the Supplemental Application establish good and sufficient cause for the relief granted herein, and that the relief granted herein is in the best interests of the Debtors’ estates and creditors and other parties in interest; now, therefore,

IT IS HEREBY ORDERED THAT:

1. The Supplemental Application is granted as set forth herein.
2. The Debtors are authorized to supplement the retention and employment of Skadden as special counsel to the Debtors with respect to the Transaction Matters and Corporate Matters, effective as of March 6, 2020, and Skadden is authorized to perform the Supplemental Services described in the Application.

3. Skadden shall apply for compensation for professional services rendered and reimbursement of expenses incurred in connection with the Supplemental Services in compliance with the applicable provisions of the Bankruptcy Code, the Bankruptcy Rules, the Local Rules, and any other applicable procedures and orders of the Court.

4. Skadden shall be compensated in accordance with, and shall file interim and final fee applications for allowance of its compensation and expenses and shall be subject to, sections 330 and 331 of the Bankruptcy Code, as well as the Bankruptcy Rules, Local Rules, and any further orders of the Court.

5. Notwithstanding the entry of this Order, the Retention Order and all related agreements approved thereunder shall remain in full force and effect and shall apply to the Supplemental Services except as otherwise set forth herein.

6. Notice of the Supplemental Application as provided therein is good and sufficient notice of such Supplemental Application and the requirements of Bankruptcy Rule 6004(h) and the Local Rules are satisfied by such notice.

7. Notwithstanding any provision in the Bankruptcy Rules to the contrary, the terms and conditions of this Order are immediately effective and enforceable immediately upon its entry.

8. The Debtors are authorized to take all reasonable actions necessary to effectuate the relief granted in this Order in accordance with the Application.

9. In the event of any inconsistency between the Supplemental Application and this Order, the terms of this Order shall govern.

10. This Court shall retain jurisdiction to hear and determine all matters arising from or related to the implementation, interpretation, and enforcement of this Order.

Dated: July 27, 2020
White Plains, New York

/s/Robert D. Drain

THE HONORABLE ROBERT D. DRAIN
UNITED STATES BANKRUPTCY JUDGE